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2008 MAR 19 P. 12: 58

CHIEF CLERK'S OFFICE

Docket No.

08-0223

Dominion Retail, Inc. :
:
Application for Certificate of :
Service Authority under Section :
16-115 of the Public Utilities Act. :

APPLICATION

Dominion Retail, Inc. ("Applicant"), hereby requests that the Illinois Commerce Commission ("Commission") grant it a certificate of service authority pursuant to Section 16-115 of the Public Utilities Act ("Act"). In support of its application, Applicant states as follows:

GENERAL

1. Applicant's Name and Street Address:

Dominion Retail, Inc.
120 Tredegar Street
Richmond, VA 23219

and,

501 Martindale Street
Suite 400
Pittsburgh, PA 15212

2. Related Information:

- i. Applicant is a Delaware Corporation
- ii. Applicant is a certified alternative gas supplier in Illinois (Case No. 02-0362) and presently does business in the state using its legal name, Dominion Retail, Inc. Applicant is authorized to use the D/B/A name "Prairie State Electric and Gas Corporation" in Illinois but to date has not used that name. In Ohio, Applicant uses the D/B/A "Dominion East Ohio Energy", and in Pennsylvania, "Dominion Peoples Plus". Applicant is authorized to use the D/B/A "Empire State Electric and Gas

Corporation" in New York but to date has not used that name. Likewise, while authorized to use "Connecticut Power Corporation" in Connecticut and "Maryland Natural Gas and Electric Corporation" in Maryland, Applicant has not used either name.

iii. Applicant's Federal Employee Identification Number is 23-2889029.

iv. Applicant's registered agent in Illinois:

CT Corporation System
208 S. LaSalle Street
Chicago, IL 60604

3. Contact Persons for the following:

a) Issues related to processing this application:

Thomas J. Butler
Director, Retail Business Development
501 Martindale Street, Suite 400
Pittsburgh, PA 15212-5817
Telephone: (412) 237-4765
Facsimile: (412) 237-4782
Thomas.J.Butler@dom.com

b) Issues related to retail customers, including complaint resolution:

Kimberly A. Kujbus
Director, Retail Customer Service
501 Martindale Street, Suite 400
Pittsburgh, PA 15212-5817
Telephone: (412) 237-4759
Facsimile: (412) 237-4770
Kimberly.A.Kujbus@dom.com

c) Technical issues, including scheduling of generation, transmission, and distribution, and issues arising from relationships with other providers of electric services:

Jeffrey L. Jones
Director, Retail Electric Commodity Operations
120 Tredegar Street
Richmond, VA 23219
Telephone: (804) 787-6204
Facsimile: (804) 787-6472
Jeff.L.Jones@dom.com

4. Applicant is licensed to do business in the State of Illinois, as demonstrated in Attachment 1.

5. Applicant's employees will not be installing, operating, or maintaining generation, transmission, or distribution facilities within the State of Illinois.

6. Description of Applicant's business:

As noted above, Applicant is currently actively engaged in the competitive natural gas supply business in Illinois as a certified alternative gas supplier. Applicant is also actively engaged as a competitive natural gas supplier in the states of Ohio, Pennsylvania, and New York.

Applicant is also actively engaged as a competitive electricity generation supplier in the states of Pennsylvania, Ohio, Maine, Connecticut, Maryland, Massachusetts, New Jersey, and New York.

Applicant also possesses the following inactive competitive energy supplier licenses:

District of Columbia and Virginia – natural gas and electricity
Connecticut, Georgia, Maryland, New Jersey – natural gas
Rhode Island – electricity

7. Applicant seeks authority to offer service in the entire State of Illinois.
8. Applicant proposes to serve all classes of customers, including residential, commercial and industrial.
9. Proof of notification to each utility of Applicant's intent to serve in the utility's service area is provided in Attachment 2.
10. Applicant certifies that it:
 - a) will comply with all applicable Federal, State, regional and industry rules, practices, policies, procedures and tariffs for the use, operation, maintenance, safety, integrity, and reliability of the interconnected electric transmission system including the Open Access Same-time Information System (OASIS) mandated by 18 CFR 37 and the rules and operating guidelines and procedures of the regional or national electric reliability Council(s) or organization(s) and their successors for any portion of the State in which the applicant is certified to provide retail electric service;
 - b) will provide service only to retail customers that are eligible to take

delivery services;

- c) will comply with informational and reporting requirements that the Commission may by rule establish;
 - d) will comply with informational and reporting requirements that the Commission may establish regarding the provision of information required by Section 16-112 of the Act;
 - e) complies with all other applicable laws and regulations and Commission rules and orders;
 - f) complies with all terms and conditions required by Sections 16-115A(a), (b), and (f), 16-119, 16-123, 16-125(b) and (c), 16-127, and 16-128(a) of the Act, to the extent those Sections have application to the services being offered by the alternative retail electric supplier;
 - g) complies with all terms and conditions required by Section 16-115A(c) of the Act.
- 11. Applicant agrees to submit good faith schedules of transmission and energy in accordance with applicable tariffs.
 - 12. Applicant agrees to adopt and follow rules and procedures ensuring that authorizations received from customers, customer billing records, and requests for delivery service transmitted to utilities are retained for a period of not less than two calendar years after the calendar year in which they were created.
 - 13. Applicant agrees to adopt and follow rules and procedures to preserve the confidentiality of its customer's data.
 - 14. Applicant does not currently have authority from the Commission to be an ARES.

RECIPROCITY REQUIREMENTS [451.20](e)

- 15. The names and addresses of all of Applicant's affiliated companies involved in electric retail sales or purchase in the North American continent are as follows:

Response omitted pursuant to repeal of 220 ILCS 5/16-115 (d)(5) effective January 1, 2008.

- 16. Applicant certification that it complies with Section 16-115(d)(5) of the Act [220 ILCS 5/16-115 (d)(5)], that it will remain in compliance with such requirements, and that it will annually certify such compliance to the Commission during January of each year after its certification:

Response omitted pursuant to repeal of 220 ILCS 5/16-115 (d)(5) effective January 1, 2008.

LICENSE OR PERMIT BOND [451.50]

17. To meet the financial qualifications set forth in 83 Ill. Adm. Code 451.10, attached as Attachment 3 is Applicant's bond in the amount of \$300,000 in favor of the People of the State of Illinois.

FINANCIAL QUALIFICATIONS [451.320]

18. Applicant meets the financial criteria set forth in Part 451.320(a)(2) as demonstrated in Attachments 4 through 7.

Attachment 4 is a certification letter signed by G. Scott Hetzer, Senior Vice President and Treasurer of Dominion Resources, Inc. ("DRI") attesting to the accuracy and completeness of the following Attachment 4 exhibits:

Exhibit A, the "Agreement Regarding The Operation Of, And Participation In, The Dominion System Money Pool" (the "Money Pool Agreement"), dated as of January 3, 2003.;

Exhibit B, DRI's audited financial statements;

Exhibit C, documentation confirming Applicant's average borrowing from the Money Pool Agreement;

Exhibit D, copies of Applicant's unaudited Income Statement and Balance Sheet containing actual data through December 2007.

Exhibit E, Copies of applicable rating agency reports.

Please note that, by motion dated March 18, 2008, a copy of which is attached hereto as Attachment A, Applicant requests confidential and proprietary treatment of Attachment 4 and Exhibits A through D thereof pursuant to Section 451.60. Confidential treatment is not requested for Exhibit E, copies of applicable rating agency reports—as such, the rating agency reports are also separately attached hereto as Attachment 8. In accordance with Section 451.60, Attachment 4 and Exhibits A through D thereof are marked "confidential" and are being submitted separately.

Also enclosed as Attachments 5, 6, 7, and 8, respectively, are the Annual Report, most recent Form 10-K, most recent Form 10-Q of Dominion, and applicable rating agency reports.

19. Applicant will not provide electric power and energy with property, plant and equipment that it owns, controls or operates.

TECHNICAL QUALIFICATIONS [451.330]

20. Applicant will not use electric generation, transmission or distribution facilities that it owns, controls or operates in serving customers.

MANAGERIAL QUALIFICATIONS [451.340]

21. Applicant meets the managerial qualifications set forth in 83 Ill. Adm. Code 451.340, as demonstrated in Attachment 9.
22. Applicant is not relying on any agents or contractors to meet the technical and managerial requirements of 83 Ill. Adm. Code 451.340.

FINANCIAL QUALIFICATIONS FOR SINGLE BILLING SERVICE [451.510]

23. Applicant does not intend to provide single billing services.

WHEREFORE, Applicant requests that the Commission grant its application for Service authority to serve retail customers in the State of Illinois.

Respectfully submitted,

DOMINION RETAIL, INC.


By: _____


Gary A. Jeffries
Senior Counsel and Ass't Secy.
Dominion Retail, Inc.
501 Martindale Street, Suite 400
Pittsburgh, PA 15212
Telephone: 412-237-4729
Facsimile: 412-237-4782
Gary.A.Jeffries@dom.com

VERIFICATION

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF ALLEGHENY) SS:

Gary A. Jeffries, being first duly sworn, deposes and says that he is the Senior Counsel and Assistant Secretary for Applicant; that he has read the foregoing Application of Applicant, and all of the attachments accompanying and referred to within the Application; and that the statements contained in the Application and the attachments are true, correct and complete to the best of his knowledge, information and belief.


Gary A. Jeffries

Subscribed and sworn to before me
this 18th day of March, 2008.

Karen Knarvenberg
Notary Public

